

Exhibit

1

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FORD MOTOR COMPANY

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

Helene Cahen, Kerry J. Tompulis, and Merrill
Nisam,

Plaintiffs,

v.

Toyota Motor Corporation; Toyota Motor
Sales, U.S.A., Inc.; Ford Motor Company;
General Motors LLC;

Defendants.

Case No. 4:15-cv-01104-WO

**DECLARATION OF ELIZABETH
DWYER**

I, Elizabeth Dwyer, declare as follows:

1. I am employed by Ford Motor Company ("Ford") in the Retail Network and Consumer Experience Development department of the Marketing Sales and Service Division. My job title is Retail Network Operations Manager. My responsibilities involve ensuring franchising policies and procedures are adhered to for all Ford and Lincoln franchising actions in the United States and maintaining contractual records for all active franchised Ford and Lincoln dealers. By virtue of my position, I am familiar with Ford's United States business operations, its relationship with the independent dealerships that sell Ford cars and trucks, and the location of Ford's manufacturing facilities. I am also familiar with the records that Ford keeps on the vehicles it builds.

DECLARATION OF ELIZABETH DWYER

CASE NO. 4:15-cv-01104-WO

2. I have personal knowledge of the facts set forth in this Declaration, and, if called as a witness, could and would testify competently to such facts under oath.

3. Ford does not sell vehicles directly to the public. Ford sells vehicles to independently owned and operated dealerships who, in turn, sell or lease vehicles to the public.

4. Ford's business records indicate that the 2014 Ford Escape Kerry J. Tompulis leased was manufactured at Ford's Louisville, Kentucky Assembly Plant in Louisville Kentucky. Ford then sold the Escape to Landmark Ford Lincoln in Oregon.

5. Ford's business records indicate that the 2013 Ford Fusion Richard Gibbs and Lucy L. Langdon purchased used was manufactured at Ford's Hermosillo Stamping and Assembly Plant in Sonora, Mexico. Ford then sold the Fusion to Sound Found in Washington.

6. Attached as Exhibit A is a true and correct copy of relevant excerpts of the 2013 Ford Fusion Owner Manual. It is available online at <https://owner.ford.com/tools/account/how-tos/owner-manuals-search-results.html#/ymm/2013/Ford/Fusion>.

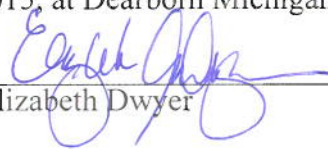
7. Upon appointment of each dealership, the owner and operator must agree to the standard provisions of the Ford Sales and Service Agreement. Each Ford Sales and Service Agreement refers to Ford Motor Company as the "Company," and includes the following paragraph—

DEALER NOT AGENT OF THE COMPANY

14. This agreement does not in any way create the relationship of principal and agent between the Company and the Dealer and under no circumstances shall the Dealer be considered to be an agent of the Company. The Dealer shall not act or attempt to act, or represent himself, directly or by implication, as agent of the Company or in any manner assume or create any obligation on behalf of or in the name of the Company.

8. I declare under the penalty of perjury that the foregoing is true and correct.

9. Executed on this 27 day of August, 2015, at Dearborn Michigan.


Elizabeth Dwyer

ACTIVE 209812397v.2

Exhibit

A

Universal Garage Door Opener

HomeLink Wireless Control System (If Equipped)

WARNING



Do not use the system with any garage door opener that does not have the safety stop and reverse feature as required by U.S. Federal Safety Standards (this includes any garage door opener manufactured before April 1, 1982). A garage door opener which cannot detect an object, signaling the door to stop and reverse, does not meet current federal safety standards. Using a garage door opener without these features increases the risk of serious injury or death.

Note: Make sure that the garage door and security device are free from obstruction when you are programming. Do not program the system with the vehicle in the garage.

Note: Make sure you keep the original remote control transmitter for use in other vehicles as well as for future system programming.

Note: We recommend that upon the sale or lease termination of your vehicle, you erase the programmed function buttons for security reasons. See Erasing the function button codes later in this section.

Note: You can program a maximum of three devices. To change or replace any of the three devices after it has been initially programmed, you must first erase the current settings. See Erasing the function button codes later in this section.



E142657

The universal garage door opener replaces the common hand-held garage door opener with a three-button transmitter that is integrated into the driver's sun visor.

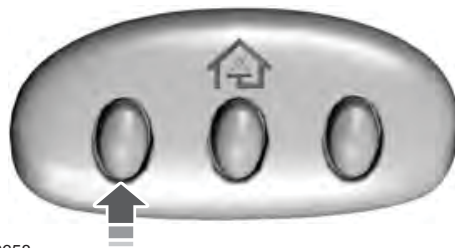
The system includes two primary features, a garage door opener and a platform for remote activation of devices within the home. As well as being programmed for garage doors, the system transmitter can be programmed to operate entry gate operators, security systems, entry door locks and home or office lighting.

Additional system information can be found online at www.homelink.com or by calling the toll-free help line on 1-800-355-3515.

In-vehicle programming

This process is to program your hand-held transmitter and your in-vehicle HomeLink button.

Note: Put a new battery in the hand-held transmitter. This will ensure quicker training and accurate transmission of the radio-frequency signal.



E142658

1. With your vehicle parked outside of the garage, turn your ignition to the **on** position, but do not start your vehicle.
2. Hold your hand-held garage door transmitter 1–3 inches (2–8 centimeters) away from the HomeLink button you want to program.

SYNC™

Times are subject to change due to holidays.

SYNC Owner Account

Why do I need a SYNC owner account?

- Required to activate Vehicle Health Report and to view the reports online.
- Required to activate the subscription-based SYNC Services and to personalize your Saved Points and Favorites.
- Essential for keeping up with the latest software downloads available for SYNC.
- Access to customer support for any questions you may have.

Driving Restrictions

For your safety, certain features are speed-dependent and restricted when your vehicle is traveling over 3 mph (5 km/h).

Safety Information

WARNING



Driving while distracted can result in loss of vehicle control, crash and injury. We strongly recommend that you use extreme caution when using any device that may take your focus off the road. Your primary responsibility is the safe operation of your vehicle. We recommend against the use of any hand-held device while driving and encourage the use of voice-operated systems when possible. Make sure you are aware of all applicable local laws that may affect the use of electronic devices while driving.

When using SYNC:

- Do not operate playing devices if the power cords or cables are broken, split or damaged. Place cords and cables out of the way, so they do not interfere with the operation of pedals, seats, compartments or safe driving abilities.
- Do not leave playing devices in your vehicle during extreme conditions as it could cause them damage. See your device's manual for further information.
- Do not attempt to service or repair the system. See an authorized dealer.

Privacy Information

When a cellular phone is connected to SYNC, the system creates a profile within your vehicle that is linked to that cellular phone. This profile is created in order to offer you more cellular features and to operate more efficiently. Among other things, this profile may contain data about your cellular phone book, text messages (read and unread), and call history, including history of calls when your cellular phone was not connected to the system. In addition, if you connect a media device, the system creates and retains an index of supported media content. The system also records a short development log of approximately 10 minutes of all recent system activity. The log profile and other system data may be used to improve the system and help diagnose any problems that may occur.

The cellular profile, media device index, and development log will remain in the vehicle unless you delete them and are generally accessible only in the vehicle when the cellular phone or media player is connected. If you no longer plan to use the system or the vehicle, we recommend you perform a Master Reset to erase all stored information.

SYNC™

If you select:	You can:
	2. Press OK when the desired selection appears in the display. If you change the language setting, the display indicates that the system is updating. When complete, SYNC takes you back to the Advanced menu.
Factory Defaults	Return to the factory default settings. This selection does not erase your indexed information (phonebook, call history, text messages and paired devices). 1. Press OK to select and then press OK again when Restore Defaults? appears in the display. 2. Press OK to confirm.
Master Reset	Completely erase all information stored on SYNC (phonebook, call history, text messages and paired devices) and return to the factory default settings. Press OK to select. The display indicates when complete and SYNC takes you back to the Advanced menu.
Install Application?	Install applications you have downloaded. Press OK and scroll to select. Press OK to confirm.
Delete All Devices	Delete all previously paired phones (and all information originally saved with those phones). Press OK to select.
System Info	Access the Auto Version number as well as the FDN number. Press OK to select.
MAP Profile	This is a Bluetooth component, which can further help your phone with the exchange of text messages.
Return	Exit the current menu.

MyFord Touch™ (If Equipped)

Restricted Features	
	Editing settings while the rear view camera or active park assist are active
Wi-Fi and Wireless	Editing wireless settings
	Editing the list of wireless networks
Videos, Photos and Graphics	Playing video
	Editing the screen's wallpaper or adding new wallpaper
Text Messages	Composing text messages
	Viewing received text messages
	Editing preset text messages
Navigation	Using the keyboard to enter a destination
	Demo navigation route
	Adding or editing Address Book entries or Avoid Areas

Privacy Information

When you connect a cellular phone to SYNC, the system creates a profile within your vehicle that links to that cellular phone. This profile helps in offering you more cellular features and operating more efficiently. Among other things, this profile may contain data about your cellular phone book, text messages (read and unread), and call history, including history of calls when your cell phone was not connected to the system. In addition, if you connect a media device, the system creates and retains an index of supported media content. The system also records a short development log of approximately 10 minutes of all recent system activity. The log profile and other system data may be used to improve the system and help diagnose any problems that may occur.

The cellular profile, media device index, and development log remain in your vehicle unless you delete them and are generally accessible only in your vehicle when the cellular phone or media player is connected. If you no longer plan to use the system or your vehicle, we recommend you perform a Master Reset to erase all stored information.

System data cannot be accessed without special equipment and access to your vehicle's SYNC module. Ford Motor Company and Ford of Canada do not access the system data for any purpose other than as described absent consent, a court order, or where required by law enforcement, other government authorities, or other third parties acting with lawful authority. Other parties may seek to access the information independently of Ford Motor Company and Ford of Canada. For further privacy information, see the sections on 911 Assist®, Vehicle Health Report, and Traffic, Directions and Information.